

Fill in this information to identify your case:

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF NEW YORK

Case number (if known)

Chapter 11

Check if this an
amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Saratoga Springs Partners, LLC

2. All other names debtor
used in the last 8 years

Include any assumed
names, trade names and
doing business as names

3. Debtor's federal
Employer Identification
Number (EIN) 47-4736121

4. Debtor's address Principal place of business

351-353 Broadway
Saratoga Springs, NY 12866
Number, Street, City, State & ZIP Code

Saratoga
County

Mailing address, if different from principal place of
business

c/o Phoenix HR Group
353 Broadway, 4th Floor
Saratoga Springs, NY 12866
P.O. Box, Number, Street, City, State & ZIP Code

Location of principal assets, if different from principal
place of business

Number, Street, City, State & ZIP Code

5. Debtor's website (URL)

6. Type of debtor

- Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
- Partnership (excluding LLP)
- Other. Specify: _____

Debtor Saratoga Springs Partners, LLC
Name

Document Page 2 of 25

Case number (if known)

7. Describe debtor's business

A. Check one:

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
- Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- Railroad (as defined in 11 U.S.C. § 101(44))
- Stockbroker (as defined in 11 U.S.C. § 101(53A))
- Commodity Broker (as defined in 11 U.S.C. § 101(6))
- Clearing Bank (as defined in 11 U.S.C. § 781(3))
- None of the above

B. Check all that apply

- Tax-exempt entity (as described in 26 U.S.C. §501)
- Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.

See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- Chapter 7
- Chapter 9
- Chapter 11. Check all that apply:

- Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- A plan is being filed with this petition.
- Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the attachment to *Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

- Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

 No. Yes.

If more than 2 cases, attach a separate list.

District _____ When _____ Case number _____

District _____ When _____ Case number _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

 No Yes.

List all cases. If more than 1, attach a separate list

Debtor _____ Relationship _____

District _____ When _____ Case number, if known _____

11. Why is the case filed in this district? *Check all that apply:*

Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

No

Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

It needs to be physically secured or protected from the weather.

It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

Other _____

Where is the property?

Number, Street, City, State & ZIP Code

Is the property insured?

No

Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds *Check one:*

Funds will be available for distribution to unsecured creditors.

After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

| | | |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated Assets

| | | |
|--|---|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input checked="" type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

16. Estimated liabilities

| | | |
|--|---|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input checked="" type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on April 17, 2019
MM / DD / YYYY

X /s/ James D'Iorio

Signature of authorized representative of debtor

James D'Iorio

Printed name

Title Managing Member

18. Signature of attorney

X /s/ Richard L. Weisz, Esq.

Signature of attorney for debtor

Date April 17, 2019

MM / DD / YYYY

Richard L. Weisz, Esq.

Printed name

Hodgson Russ LLP

Firm name

677 Broadway, Suite 301

Albany, NY 12207

Number, Street, City, State & ZIP Code

Contact phone 518-465-2333

Email address rweisz@hodgsonruss.com

102807 NY

Bar number and State

**CORPORATE RESOLUTION
OF
THE MAJORITY MEMBERS
OF**

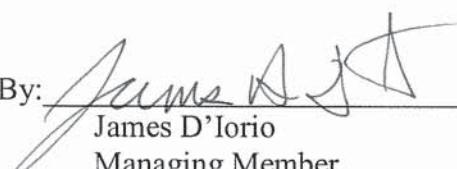
SARATOGA SPRINGS PARTNERS, LLC

Upon considering the financial condition of Saratoga Springs Partners, LLC, a Limited Liability Company organized and existing under the laws of the State of New York, and the imminent foreclosure of the Rip Van Dam Hotel Project site, even though financing has been secured, and upon the majority consent of the Majority Members, it is

RESOLVED, that the Company must file a Chapter 11 bankruptcy petition and James D'Iorio, Authorized Representative and Majority Member on behalf of Saratoga Springs Partners, LLC, was given authority to take action as necessary, and James D'Iorio as the Company's Authorized Representative and Majority Member, shall execute the necessary petition and schedules, and that Hodgson Russ LLC be retained to represent the Company in the bankruptcy proceeding.

DATED: April 17, 2019

SARATOGA SPRINGS PARTNERS, LLC

By: 

James D'Iorio
Managing Member

**SPECIAL MEETING
OF THE
MAJORITY MEMBERS
OF**

SARATOGA SPRINGS PARTNERS, LLC

A Special meeting of the Majority Members of Saratoga Springs Partners, LLC was held telephonically on April 17, 2019 at 10:00 a.m. at the office of Hodgson Russ LLP, 677 Broadway, Albany, New York, 12207.

The financial condition of the Company was discussed, and questions were answered as to why a bankruptcy Chapter 11 must be filed by the company to avoid enforcement, collection and seizure actions by creditors.

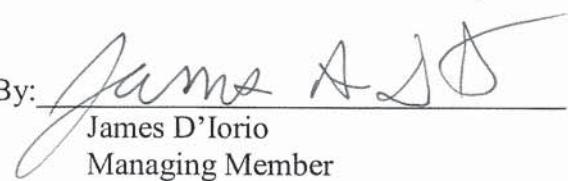
A motion was made that the corporation file a Chapter 11 bankruptcy petition and to retain Hodgson Russ LLP as attorneys for the Company.

The motion was passed by the Majority Members of the Company.

DATED: April 17, 2019

SARATOGA SPRINGS PARTNERS, LLC

By:



James D'Iorio
Managing Member

**WAIVER OF NOTICE OF MEETING
OF
MAJORITY MEMBERS
OF
SARATOGA SPRINGS PARTNERS, LLC**

I, the undersigned, being the Authorized Representative and Majority Member on behalf of Saratoga Springs Partners, LLC, a Limited Liability Company organized and existing under the laws of the State of New York, hereby agree and consent that the meeting of the Company's Majority Members be held telephonically on the date and at the time and place stated below for the purpose of authorizing the Corporation to file a Chapter 11 bankruptcy petition, and all such other business as may lawfully come before said meeting and hereby waive all notice of the meeting and of any adjournment thereof.

Place of Meeting:

Hodgson Russ LLP
677 Broadway, Suite 301
Albany, New York 12207

Date of Meeting:

April 17, 2019

Time of Meeting:

10:00 a.m.

DATED: April 17, 2019

SARATOGA SPRINGS PARTNERS, LLC

By:


James D'Iorio
Managing Member

Fill in this information to identify the case:

Debtor name Saratoga Springs Partners, LLC

United States Bankruptcy Court for the: NORTHERN DISTRICT OF NEW YORK

Case number (if known) _____

Check if this is an
amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets–Real and Personal Property* (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- Schedule H: Codebtors* (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- Amended Schedule*
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- Other document that requires a declaration* _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on April 17, 2019

X /s/ James D'Iorio

Signature of individual signing on behalf of debtor

James D'Iorio

Printed name

Managing Member

Position or relationship to debtor

Fill in this information to identify the case:

Debtor name | Saratoga Springs Partners, LLC
United States Bankruptcy Court for the: NORTHERN DISTRICT OF NEW YORK
Case number (if known): _____

Check if this is an
amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

| Name of creditor and complete mailing address, including zip code | Name, telephone number and email address of creditor contact | Nature of claim (for example, trade debts, bank loans, professional services, and government contracts) | Indicate if claim is contingent, unliquidated, or disputed | Amount of claim | | |
|---|--|---|--|-----------------------------------|---|-----------------|
| | | | | Total claim, if partially secured | Deduction for value of collateral or setoff | Unsecured claim |
| A-Z Property Maintenance 279 Greenfield Avenue Ballston Spa, NY 12020 | 518-409-1393 | | | | | \$1,765.50 |
| Albany Fire Protection, Inc. P.O. Box 429 Watervliet, NY 12189 | 518-274-1405 | | | | | \$1,342.85 |
| CHA Design/Construction Solutions 3 Winners Circle Albany, NY 12205 | 518-453-4500 | | | | | \$40,028.23 |
| Charles Crosby & Son, Inc. d/b/a Merlin Development & Construction Co. 7 Wells Street, Suite 302 Saratoga Springs, NY 12866 | 518-584-5601 | Ground Lease, 280 Hamilton Street, Saratoga Springs, New York (Parking Lot) | | | | \$108,598.00 |
| David L. Wallace & Associates, P.A. 542 Douglas Avenue Dunedin, FL 34698 | 727-736-6000 | | | | | \$93,989.50 |
| Delaney Vero, PLLC 2 Fenway Court Albany, NY 12211 | 518-477-3452 | | | | | \$26,925.02 |
| Dente Group 595 Broadway Watervliet, NY 12189 | 518-266-0310 | | | | | \$80.00 |
| Galusha & Sons, LLC 426 Dix Avenue P.O. Box 4787 Queensbury, NY 12804 | 518-761-0400 | | | | | \$9,365.00 |

| Debtor Name | Saratoga Springs Partners, LLC | | Case number (if known) | | |
|---|--|---|--|--|--|
| Name of creditor and complete mailing address, including zip code | Name, telephone number and email address of creditor contact | Nature of claim (for example, trade debts, bank loans, professional services, | Indicate if claim is contingent, unliquidated, or disputed | Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim. | |
| | | | | Total claim, if partially secured | Deduction for value of collateral or setoff Unsecured claim |
| NLH Property Management 340 Broadway Saratoga Springs, NY 12866 | 518-581-8310 | | | | \$8,394.43 |
| Siena Fence Co., Inc. P.O. Box 4893 Clifton Park, NY 12065 | 518-877-4362 | | | | \$6,042.00 |
| Studio Abode 500 Bishop Street, N.W. Atlanta, GA 30318 | 404-920-8690 | | | | \$5,150.21 |
| Tecta America 2 Sterling Road North Billerica, MA 01862 | 978-528-3138 | | | | \$2,250.00 |

Fill in this information to identify the case:

Debtor name Saratoga Springs Partners, LLC

United States Bankruptcy Court for the: NORTHERN DISTRICT OF NEW YORK

Case number (if known) _____

Check if this is an
amended filing

**Official Form 206Sum
Summary of Assets and Liabilities for Non-Individuals**

12/15

Part 1: Summary of Assets

1. **Schedule A/B: Assets-Real and Personal Property** (Official Form 206A/B)

1a. **Real property:**

Copy line 88 from *Schedule A/B*..... \$ _____ 0.00

1b. **Total personal property:**

Copy line 91A from *Schedule A/B*..... \$ _____ 0.00

1c. **Total of all property:**

Copy line 92 from *Schedule A/B*..... \$ _____ 0.00

Part 2: Summary of Liabilities

2. **Schedule D: Creditors Who Have Claims Secured by Property** (Official Form 206D)

Copy the total dollar amount listed in Column A, *Amount of claim*, from line 3 of *Schedule D*..... \$ _____ 10,908,304.02

3. **Schedule E/F: Creditors Who Have Unsecured Claims** (Official Form 206E/F)

3a. **Total claim amounts of priority unsecured claims:**

Copy the total claims from Part 1 from line 5a of *Schedule E/F*..... \$ _____ 0.00

3b. **Total amount of claims of nonpriority amount of unsecured claims:**

Copy the total of the amount of claims from Part 2 from line 5b of *Schedule E/F*..... +\$ _____ 303,930.74

4. **Total liabilities**

Lines 2 + 3a + 3b

\$ _____ 11,212,234.76

Fill in this information to identify the case:

Debtor name Saratoga Springs Partners, LLC

United States Bankruptcy Court for the: NORTHERN DISTRICT OF NEW YORK

Case number (if known) _____

Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.

Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

| 2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim. | | Column A | Column B |
|--|--|---|--|
| | | Amount of claim | Value of collateral that supports this claim |
| 2.1 | <p>City of Saratoga Springs Creditor's Name Commissioner of Finance, Real Property P.O. Box 128 <u>Saratoga Springs, NY 12866</u> Creditor's mailing address</p> <p>Creditor's email address, if known</p> <p>Date debt was incurred</p> <p>Last 4 digits of account number</p> <p>Do multiple creditors have an interest in the same property? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Specify each creditor, including this creditor and its relative priority.</p> | <p>Describe debtor's property that is subject to a lien</p> <hr/> <p>Describe the lien</p> <p>Real Property Taxes</p> <p>Is the creditor an insider or related party?</p> <p><input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p> <p>Is anyone else liable on this claim?</p> <p><input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H)</p> <p>As of the petition filing date, the claim is: Check all that apply</p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> | <p>\$16,642.41</p> <hr/> <p>\$0.00</p> |
| 2.2 | <p>PCG Select Series I LLC, et al. Creditor's Name c/o Bartlett Pontiff Stewart & Rhodes PC Attention: Mark A. Lebowitz, Esq. One Washington Street, P.O. Box 2168 <u>Glens Falls, NY 12801-2168</u> Creditor's mailing address</p> <p>Creditor's email address, if known</p> <p>Date debt was incurred</p> | <p>Describe debtor's property that is subject to a lien</p> <hr/> <p>Lead Plaintiff in foreclosure proceeding with: Rooster Coop LLC, Robert Conte, Wildermuth Endowment Strategy Fund, Equitymultiple 31, LLC and PCG Credit Partners, LLC as Co-Plaintiffs</p> <p>Describe the lien</p> <p>Is the creditor an insider or related party?</p> <p><input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p> <p>Is anyone else liable on this claim?</p> <p><input type="checkbox"/> No</p> | <p>\$10,891,661.61</p> <hr/> <p>\$0.00</p> |

Debtor Saratoga Springs Partners, LLC _____ Case number (if known) _____

Name

Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

Last 4 digits of account number

Do multiple creditors have an
interest in the same property?

No

Yes. Specify each creditor,
including this creditor and its relative
priority.

As of the petition filing date, the claim is:

Check all that apply

Contingent
 Unliquidated
 Disputed

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.

\$10,908,304.
02

Part 2: List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address

On which line in Part 1 did
you enter the related creditor?

Last 4 digits of
account number for
this entity

Fill in this information to identify the case:

Debtor name Saratoga Springs Partners, LLC

United States Bankruptcy Court for the: NORTHERN DISTRICT OF NEW YORK

Case number (if known) _____

 Check if this is an amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

No. Go to Part 2.
 Yes. Go to line 2.

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

| | | Amount of claim |
|-----|---|---|
| 3.1 | Nonpriority creditor's name and mailing address A-Z Property Maintenance 279 Greenfield Avenue Ballston Spa, NY 12020 Date(s) debt was incurred _____ Last 4 digits of account number _____ | As of the petition filing date, the claim is: <i>Check all that apply.</i> \$1,765.50 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes |
| 3.2 | Nonpriority creditor's name and mailing address Albany Fire Protection, Inc. P.O. Box 429 Watervliet, NY 12189 Date(s) debt was incurred _____ Last 4 digits of account number _____ | As of the petition filing date, the claim is: <i>Check all that apply.</i> \$1,342.85 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes |
| 3.3 | Nonpriority creditor's name and mailing address CHA Design/Construction Solutions 3 Winners Circle Albany, NY 12205 Date(s) debt was incurred _____ Last 4 digits of account number _____ | As of the petition filing date, the claim is: <i>Check all that apply.</i> \$40,028.23 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes |
| 3.4 | Nonpriority creditor's name and mailing address Charles Crosby & Son, Inc. d/b/a Merlin Development & Construction Co. 7 Wells Street, Suite 302 Saratoga Springs, NY 12866 Date(s) debt was incurred _____ Last 4 digits of account number _____ | As of the petition filing date, the claim is: <i>Check all that apply.</i> \$108,598.00 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Ground Lease, 280 Hamilton Street, Saratoga Springs, New York (Parking Lot)</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes |

| | | | |
|--------|--|---|-------------|
| Debtor | Saratoga Springs Partners, LLC Name | Case number (if known) | |
| 3.5 | Nonpriority creditor's name and mailing address David L. Wallace & Associates, P.A. 542 Douglas Avenue Dunedin, FL 34698 Date(s) debt was incurred _____ Last 4 digits of account number _____ | As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | \$93,989.50 |
| 3.6 | Nonpriority creditor's name and mailing address Delaney Vero, PLLC 2 Fenway Court Albany, NY 12211 Date(s) debt was incurred _____ Last 4 digits of account number _____ | As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | \$26,925.02 |
| 3.7 | Nonpriority creditor's name and mailing address Dente Group 595 Broadway Watervliet, NY 12189 Date(s) debt was incurred _____ Last 4 digits of account number _____ | As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | \$80.00 |
| 3.8 | Nonpriority creditor's name and mailing address Galusha & Sons, LLC 426 Dix Avenue P.O. Box 4787 Queensbury, NY 12804 Date(s) debt was incurred _____ Last 4 digits of account number _____ | As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | \$9,365.00 |
| 3.9 | Nonpriority creditor's name and mailing address NLH Property Management 340 Broadway Saratoga Springs, NY 12866 Date(s) debt was incurred _____ Last 4 digits of account number _____ | As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | \$8,394.43 |
| 3.10 | Nonpriority creditor's name and mailing address Siena Fence Co., Inc. P.O. Box 4893 Clifton Park, NY 12065 Date(s) debt was incurred _____ Last 4 digits of account number _____ | As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | \$6,042.00 |
| 3.11 | Nonpriority creditor's name and mailing address Studio Abode 500 Bishop Street, N.W. Atlanta, GA 30318 Date(s) debt was incurred _____ Last 4 digits of account number _____ | As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | \$5,150.21 |

Debtor Saratoga Springs Partners, LLC
Name _____

Case number (if known) _____

| | | | |
|------|--|---|------------|
| 3.12 | Nonpriority creditor's name and mailing address Tecta America 2 Sterling Road North Billerica, MA 01862 | As of the petition filing date, the claim is: <i>Check all that apply.</i> | \$2,250.00 |
| | | <input type="checkbox"/> Contingent | |
| | | <input type="checkbox"/> Unliquidated | |
| | | <input type="checkbox"/> Disputed | |
| | Date(s) debt was incurred _____ | Basis for the claim: _____ | |
| | Last 4 digits of account number _____ | Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | |

Part 3: List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

| | | |
|--------------------------|--|---|
| Name and mailing address | On which line in Part 1 or Part 2 is the related creditor (if any) listed? | Last 4 digits of account number, if any |
|--------------------------|--|---|

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

5a. Total claims from Part 1
5b. Total claims from Part 2

5c. Total of Parts 1 and 2
Lines 5a + 5b = 5c.

| Total of claim amounts | | |
|------------------------|----|---------------|
| 5a. | \$ | 0.00 |
| 5b. | + | \$ 303,930.74 |
| 5c. | \$ | 303,930.74 |

Fill in this information to identify the case:

Debtor name Saratoga Springs Partners, LLC

United States Bankruptcy Court for the: NORTHERN DISTRICT OF NEW YORK

Case number (if known) _____

Check if this is an
amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, number the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

No. Check this box and file this form with the debtor's other schedules. There is nothing else to report on this form.

Yes. Fill in all of the information below even if the contacts of leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1. State what the contract or lease is for and the nature of the debtor's interest

Ground Lease for 280
Hamilton Street,
Saratoga Springs, Nw
York (Parking Lot) -- 99
Year Including Options

State the term remaining

Charles Crosby & Son, Inc. d/b/a Merlin
Development & Construction Co.
7 Wells Street, Suite 302
Saratoga Springs, NY 12866

List the contract number of any government contract

Fill in this information to identify the case:

Debtor name Saratoga Springs Partners, LLC

United States Bankruptcy Court for the: NORTHERN DISTRICT OF NEW YORK

Case number (if known) _____

Check if this is an
amended filing

Official Form 206H
Schedule H: Your Codebtors

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Do you have any codebtors?

No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
 Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: Codebtor

Column 2: Creditor

Name

Mailing Address

Name

Check all schedules
that apply:

| | | | | |
|-----|----------------|--|------------------------------------|---|
| 2.1 | James D'Iorio | c/o Saratoga Springs Partners, LLC 351-353 Broadway Saratoga Springs, NY 12866 | PCG Select Series I LLC, et al. | <input checked="" type="checkbox"/> D 2.2 <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____ |
| 2.2 | Thomas D'Iorio | c/o Saratoga Springs Partners, LLC 351-353 Broadway Saratoga Springs, NY 12866 | PCG Select Series I LLC, et al. | <input checked="" type="checkbox"/> D 2.2 <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____ |

United States Bankruptcy Court
Northern District of New YorkIn re Saratoga Springs Partners, LLC

Debtor(s)

Case No.

Chapter

11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

| | |
|--|--------------------|
| For legal services, I have agreed to accept | \$ * |
| Prior to the filing of this statement I have received (inclusive of filing fee) via wire | \$ 16,717.00 |
| Balance Due | \$ ** |

* To be Approved by Court

** To be Allowed by Court

2. The source of the compensation paid to me was:

Debtor Other (specify):

3. The source of compensation to be paid to me is:

Debtor Other (specify):

4. I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- [Other provisions as needed]

6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

April 17, 2019

Date

/s/ Richard L. Weisz

Richard L. Weisz, Esq.

Signature of Attorney

Hodgson Russ LLP

677 Broadway, Suite 301

Albany, NY 12207

518-465-2333 Fax: 518-465-1567

rweisz@hodgsonruss.com

Name of law firm

**United States Bankruptcy Court
Northern District of New York**

In re Saratoga Springs Partners, LLC

Debtor(s)

Case No.
Chapter

11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|--|----------------|----------------------|------------------|
| BAA Enterprises, LLC 353 Broadway Saratoga Springs, NY 12866 | | | 51% |
| PBR Real Estate Development, LLC 30 Kenney Drive, Suite 30A Cranston, RI 02920 | | | 49% |

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Managing Member of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date April 17, 2019

Signature /s/ James D'Iorio
James D'Iorio

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.*

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF NEW YORK**

In re Saratoga Springs Partners, LLC,

Debtor Case No.

Chapter 11

Social Security No(s). and all Employer's Tax Identification No(s). *[if any]*
47-4736121

CERTIFICATION OF MAILING MATRIX

I,(we), Richard L. Weisz, Esq., the attorney for the debtor/petitioner (or, if appropriate, the debtor(s) or petitioner(s)) hereby certify under the penalties of perjury that the above/attached mailing matrix has been compared to and contains the names, addresses and zip codes of all persons and entities, as they appear on the schedules of liabilities/list of creditors/list of equity security holders, or any amendment thereto filed herewith.

Dated: April 17, 2019

/s/ Richard L. Weisz, Esq.

Richard L. Weisz, Esq.

Attorney for Debtor/Petitioner
(Debtor(s)/Petitioner(s))

A-Z Property Maintenance
279 Greenfield Avenue
Ballston Spa, NY 12020

Albany Fire Protection, Inc.
P.O. Box 429
Watervliet, NY 12189

BAA Enterprises, LLC
353 Broadway
Saratoga Springs, NY 12866

CHA Design/Construction Solutions
3 Winners Circle
Albany, NY 12205

Charles Crosby & Son, Inc. d/b/a Merlin
Development & Construction Co.
7 Wells Street, Suite 302
Saratoga Springs, NY 12866

City of Saratoga Springs
Commissioner of Finance, Real Property
P.O. Box 128
Saratoga Springs, NY 12866

David L. Wallace & Associates, P.A.
542 Douglas Avenue
Dunedin, FL 34698

Delaney Vero, PLLC
2 Fenway Court
Albany, NY 12211

Dente Group
595 Broadway
Watervliet, NY 12189

Galusha & Sons, LLC
426 Dix Avenue
P.O. Box 4787
Queensbury, NY 12804

Internal Revenue Service
Bankruptcy Insolvency Unit, 5th Floor
Leo O'Brien Building, 1 Clinton Avenue
Albany, NY 12207

Internal Revenue Service
P.O. Box 7346
Bankruptcy Unit
Philadelphia, PA 19101-7346

James D'Iorio
c/o Saratoga Springs Partners, LLC
351-353 Broadway
Saratoga Springs, NY 12866

NLH Property Management
340 Broadway
Saratoga Springs, NY 12866

NYS Department Taxation & Finance
Attn: Bankruptcy Insolvency Unit
P.O. Box 5300
Albany, NY 12205-0300

Office of the U.S. Trustee
Northern District of New York
11A Clinton Avenue, Room 620
Albany, NY 12207

PBR Real Estate Development, LLC
30 Kenney Drive, Suite 30A
Cranston, RI 02920

PCG Select Series I LLC, et al.
c/o Bartlett Pontiff Stewart & Rhodes PC
Attention: Mark A. Lebowitz, Esq.
One Washington Street, P.O. Box 2168
Glens Falls, NY 12801-2168

Siena Fence Co., Inc.
P.O. Box 4893
Clifton Park, NY 12065

Studio Abode
500 Bishop Street, N.W.
Atlanta, GA 30318

Tecta America
2 Sterling Road
North Billerica, MA 01862

Thomas D'Iorio
c/o Saratoga Springs Partners, LLC
351-353 Broadway
Saratoga Springs, NY 12866

United States Attorney
Northern District of New York
P.O. Box 7198
Syracuse, NY 13261-7198

**United States Bankruptcy Court
Northern District of New York**

In re Saratoga Springs Partners, LLC

Debtor(s)

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11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for Saratoga Springs Partners, LLC in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

None [Check if applicable]

April 17, 2019

Date

/s/ Richard L. Weisz, Esq.

Richard L. Weisz, Esq.

Signature of Attorney or Litigant

Counsel for Saratoga Springs Partners, LLC

Hodgson Russ LLP

677 Broadway, Suite 301

Albany, NY 12207

518-465-2333 Fax:518-465-1567

rweisz@hodgsonruss.com

/s/ James D'Iorio

James D'Iorio, Managing Member